

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
W.R. GRACE & CO., *et. al.*,) Case No. 01-01139 (JKF)
) (Jointly Administered)
Debtors.)
) Re: Docket Nos. 24943 & 25059

**CERTIFICATE OF NO OBJECTION REGARDING DOCKET NO. 24943
(AMENDED APPLICATION OF CANADIAN ZAI CLAIMANTS PURSUANT TO
11 U.S.C. §§ 503(b)(3)(D) AND 503(b)(4) FOR ALLOWANCE OF ADMINISTRATIVE
EXPENSES OF LAUZON BÉLANGER S.E.N.C.R.L. AND SCARFONE HAWKINS LLP
AS CCAA REPRESENTATIVE COUNSEL INCURRED IN MAKING SUBSTANTIAL
CONTRIBUTION FOR THE PERIOD OCTOBER 1, 2004, TO AUGUST 31, 2008**

1. The undersigned hereby certifies that, as of the date hereof, he has received no answer, objection or other responsive pleading to the *Amended Application of Canadian ZAI Claimants Pursuant to 11 U.S.C. §§ 503(b)(3)(D) and (b)(4) For Allowance of Administrative Expenses of Lauzon Bélanger S.E.N.C.R.L. and Scarfone Hawkins LLP Incurred In Making Substantial Contribution for the Period October 1, 2004, to August 31, 2008* [Docket No. 24943] (the “Application”). The undersigned further certifies that he caused the review of the Court’s docket in this case and no answer, objection or other responsive pleading to the Application appears thereon. Pursuant to the Notice of Application, objections to the Application were to be filed and served no later than 4:00 p.m., ET, July 5, 2010.

2. The Fee Auditor filed its final report regarding the Application on July 12, 2010 [Docket No. 25059]. Contingent upon the Court’s determination that Representative Counsel should be compensated, either by virtue of Section 503(b) or the principles of comity, the Fee Auditor recommends approval of the following:

- a. In the event the Court determines that Representative Counsel are appropriately compensated by means of a contingency fee, the Fee Auditor recommends approval of \$2,000,000.00, inclusive of fees and expenses, for Representative Counsel's services for the Application Period.
- b. Alternatively, if the Court determines that compensation on an hourly basis is appropriate, the Fee Auditor recommends approval of \$818,746.15 in fees and \$107,237.81 in expenses (\$108,150.16 minus \$912.35) for Representative Counsel's services for the Application Period, of which \$381,251.65 in fees and \$77,562.88 in expenses (\$77,879.32 minus \$316.44) are for the services of Lauzon Bélanger, and \$437,494.50 in fees and \$29,674.93 in expenses (\$30,270.84 minus \$595.91) are for the services of Scarfone Hawkins.

3. Attached hereto is the proposed order awarding the aggregate amount of CDN\$2,000,000.00, in respect of legal fees and disbursements incurred by Representative Counsel during the Compensation Period, to be distributed as soon as reasonably practicable following the Effective Date, pursuant to the Amended and Restated Minutes of Settlement.

Dated: July 13, 2010

Respectfully submitted,

By: /s/ Daniel K. Hogan
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**Counsel to the Representative Counsel for the
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